

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

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VIVALDI MUSIC ACADEMY, LLC

§

Case No. 19-33978-H3

§

Debtor.

§

Chapter 11

**DECLARATION OF SUSAN TRAN PURSUANT TO 11 U.S.C. § 327(a) AND
BANKRUPTCY RULES 2014 & 2016**

Susan Tran, being duly sworn according to law, upon her oath, says:

1. I am a partner with the law firm Corral Tran Singh, LLP (“CTS”), which is located at 1010 Lamar Street, Suite 1160, Houston, Texas, 77002. I am an attorney licensed to practice law in the State of Texas since 2011. I have personal knowledge of the facts set forth below.

2. This declaration is being submitted in connection with the proposed retention of CTS as general bankruptcy counsel for the above-referenced Debtor to perform services as set forth in the Application to Employ Corral Tran Singh, LLP as Counsel for the Debtor pursuant to 11 U.S.C. § 327(a) (the “Application”).

3. CTS is well qualified to serve as bankruptcy counsel to the Debtor. CTS’ attorneys have assisted, advised, and provided legal counsel to debtors of varying sizes.

4. As bankruptcy counsel for the Debtor, CTS will render such services as are necessary and appropriate during the pendency of the Debtor’s bankruptcy case. CTS’ decision to accept this engagement to assist the Debtor is contingent upon its ability to be retained in accordance with its customary terms and conditions of employment, which are detailed below.

- i. Analysis of the financial situation, and rendering advice and assistance to the Debtor;
- ii. Advising the Debtor with respect to its rights, duties, and powers as a debtor in this case;
- iii. Represent the Debtor at all hearings and other proceedings;

- iv. Preparation and filing of all appropriate petitions, schedules of assets and liabilities, statements of affairs, answers, motions and other legal papers as necessary to further the Debtor's interests and objectives;
- v. Representation of the Debtor at any meeting of creditors and such other services as may be required during the course of the bankruptcy proceedings;
- vi. Representing the Debtor in all proceedings before the Court and in any other judicial or administrative proceeding where the rights of the Debtor may be litigated or otherwise affected;
- vii. Preparation and filing of a Disclosure Statement and Chapter 11 Plan of Reorganization;
- viii. Assist the Debtor in analyzing the claims of the creditors and in negotiating with such creditors; and
- ix. Assistance to the Debtor in any matters relating to or arising out of the captioned case.
- x. Analysis of the financial situation, and rendering advice and assistance to the Debtor;
- xi. Advising the Debtor with respect to its rights, duties, and powers as a debtor in this case;
- xii. Represent the Debtor at all hearings and other proceedings;
- xiii. Preparation and filing of all appropriate petitions, schedules of assets and liabilities, statements of affairs, answers, motions and other legal papers as necessary to further the Debtor's interests and objectives;
- xiv. Representation of the Debtor at any meeting of creditors and such other services as may be required during the course of the bankruptcy proceedings;
- xv. Representing the Debtor in all proceedings before the Court and in any other judicial or administrative proceeding where the rights of the Debtor may be litigated or otherwise affected;
- xvi. Preparation and filing of a Disclosure Statement and Chapter 11 Plan of Reorganization;
- xvii. Assist the Debtor in analyzing the claims of the creditors and in negotiating with such creditors; and
- xviii. Assistance to the Debtor in any matters relating to or arising out of the captioned case.

5. The attorneys of CTS are duly admitted to practice before the United States District Court for the Southern District of Texas. Below is a table of attorneys employed by CTS who may work on the Debtor's case along with their respective hourly rates. CTS will charge \$95.00 per hour for work of legal assistants on this matter and will bill Debtor for all out of pocket expenses incurred, in accordance with CTS' normal billing practices.

<u>Attorney Name</u>	<u>Year Admitted</u>	<u>Hourly Rate</u>
Susan Tran	2011	350.00
Brendon Singh	2011	375.00
Adam Corral	2012	350.00

6. The Debtor first contacted CTS to assist the Debtor with this matter on April 23, 2019 regarding its financial distress and CTS was formally retained by Debtor on May 6, 2019. On May 6, 2019, CTS received a retainer payment from the debtor in the amount of \$5,000.00 and a second payment of \$15,000.00 on July 3, 2019 (the “Retainer”).

7. Debtor filed this bankruptcy case on July 18, 2019 and prior to the bankruptcy filing, CTS applied the Retainer to \$10,955.88 in attorney’s fees and expenses. As of the filing of the Debtor's bankruptcy, CTS was not owed any fees and expenses by the Debtor.

8. As part of the retention agreement with CTS, Debtor agreed to provide CTS additional post-petition retainers of \$5,000.00 to be paid every 60 days following the Filing Date. CTS will only apply funds only after Court approval of fee applications submitted in accordance with the requirements of the Bankruptcy Code and the Local Rules of this District.

9. CTS has not previously represented the Debtor.

10. I have reviewed CTS’ records to determine whether it or its partners have any current or prior relationship with the Debtor or any of the individuals or entities who may be creditors or parties in interest in this case. To the extent that I have been able to ascertain, CTS is not a creditor, an equity security holder, or an insider of the Debtor, nor does it have any direct or indirect relationship to, connection with, or interest in, the Debtor that would make its interests materially adverse to the interests of the estate or any class of creditors or equity security holders.

11. CTS and its attorneys have no connection with the Debtor or with any individuals or entities, of whom I am aware, that are or may become creditors or parties in interest in this case; nor, to the extent that are known to me, does CTS have any connection with such parties' respective attorneys and accountants. Further, CTS and its attorneys do not have any connection with the United States Trustee for the Southern District of Texas or any person employed at the office of the United States Trustee for the Southern District of Texas.

12. To the best of my knowledge, Corral Tran Singh, LLP is a "disinterested person" as that term is defined in § 101(14) of the Bankruptcy Code and is therefore qualified to be employed by the Debtor pursuant to § 327(a) of the Bankruptcy Code as it is not a creditor, equity security holder, or insider of the Debtor. Moreover, CTS is not and was not within the two (2) years before the date of the filing of the petition, a director, officer, or employee of the Debtor. CTS does not have an interest materially adverse to the interests of the estate or of any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with, or interest in, the debtor, or for any other reason.

13. Based upon the above review and to the best of my knowledge, CTS has not been retained to assist any entity or person other than the Debtor on matters relating to, or in connection, with this case. If this Court approves the proposed employment of Corral Tran Singh, LLP by the Debtor, Corral Tran Singh, LLP will not accept any engagement or perform any service for any entity other than the Debtor in this case.

14. There is no agreement or understanding between Corral Tran Singh, LLP and any other person or entity for sharing of compensation received or to be received for services rendered by Corral Tran Singh, LLP in connection with this case.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: July 18, 2019

Respectfully submitted,

By: /s/Susan Tran
Susan Tran
Partner
Corral Tran Singh, LLP
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Suite 1160
Houston, TX 77002